

04-396

Return Copy

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A Professional Limited Liability Company

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FCC/MELLON

SEP 29 2004

Monica Borne Haab
EllenAnn G. Sands
Bruce C. Betzer
Philip R. Adams, Jr.

September 28, 2004

BY OVERNIGHT DELIVERY

Federal Communications Commission
Common Carrier Bureau
445 12th Street S.W.
Washington, D. C. 20554

DOCKET FILE COPY ORIGINAL

FCC c/o Mellon Bank
500 Ross Street, 6th Floor
Pittsburgh, PA 15251

ATTN: Wholesale Lockbox Shift Supervisor

RE: Application for consent to the transfer of control of a business which has Blanket Domestic Interstate 214 Authority - Transfer of OneStar Long Distance, Inc. to Telrite Corporation

Dear Sir or Madam:

Enclosed please find the following documents submitted on behalf of OneStar Long Distance, Inc. and Telrite Corporation:

1. The original and four (4) copies of an Application for consent to the transfer of control of a business which has blanket domestic interstate 214 authority.
2. The original and four (4) copies of FCC Form 159.
3. Our check in the amount of \$895.00 representing the filing fee for this Application.

Should you have any questions or require additional information, please do not hesitate to contact me.

I would appreciate if you would return a copy of this letter, date-stamped, in the envelope provided.

Sincerely,


EllenAnn G. Sands

Enclosures

READ INSTRUCTIONS CAREFULLY
BEFORE PROCEEDING

FEDERAL COMMUNICATIONS COMMISSION
REMITTANCE ADVICE

Approved by OMB
3060-0589
Page 1 of 0

(1) LOCK BOX #		SPECIAL USE ONLY	
		FCC USE ONLY	
SECTION A - PAYER INFORMATION			
(2) PAYER NAME (if paying by credit card enter name exactly as it appears on the card) Nowalsky, Bronston & Gothard, APLLC		(3) TOTAL AMOUNT PAID (U.S. Dollars and cents) \$895.00	
(4) STREET ADDRESS LINE NO. 1 3500 N. Causeway Blvd. #1442			
(5) STREET ADDRESS LINE NO. 2			
(6) CITY Metairie		(7) STATE LA	(8) ZIP CODE 70002
(9) DAYTIME TELEPHONE NUMBER (include area code) (504) 832-1984		(10) COUNTRY CODE (if not in U.S.A.)	
FCC REGISTRATION NUMBER (FRN) REQUIRED			
(11) PAYER (FRN) 0005659958		(12) FCC USE ONLY	
IF MORE THAN ONE APPLICANT, USE CONTINUATION SHEETS (FORM 159-C) COMPLETE SECTION BELOW FOR EACH SERVICE, IF MORE BOXES ARE NEEDED, USE CONTINUATION SHEET			
(13) APPLICANT NAME OneStar Long Distance, Inc.			
(14) STREET ADDRESS LINE NO. 1 7100 Eable Crest Blvd.			
(15) STREET ADDRESS LINE NO. 2			
(16) CITY Evansville		(17) STATE IN	(18) ZIP CODE 47715
(19) DAYTIME TELEPHONE NUMBER (include area code) (504) 832-1984		(20) COUNTRY CODE (if not in U.S.A.)	
FCC REGISTRATION NUMBER (FRN) REQUIRED			
(21) APPLICANT (FRN) 0003708401		(22) FCC USE ONLY	
COMPLETE SECTION C FOR EACH SERVICE, IF MORE BOXES ARE NEEDED, USE CONTINUATION SHEET			
(23A) CALL SIGN/OTHER ID	(24A) PAYMENT TYPE CODE CUT	(25A) QUANTITY 1	
(26A) FEE DUE FOR (PTC)	(27A) TOTAL FEE \$895.00	FCC USE ONLY	
(28A) FCC CODE 1		(29A) FCC CODE 2	
(23B) CALL SIGN/OTHER ID	(24B) PAYMENT TYPE CODE	(25B) QUANTITY	
(26B) FEE DUE FOR (PTC)	(27B) TOTAL FEE	FCC USE ONLY	
(28B) FCC CODE 1		(29B) FCC CODE 2	
SECTION D - CERTIFICATION			
CERTIFICATION STATEMENT I, <u>Becky Reysler</u> certify under penalty of perjury that the foregoing and supporting information is true and correct to the best of my knowledge, information and belief.			
SIGNATURE <u>Becky Reysler</u>		DATE <u>9-18-04</u>	
SECTION E - CREDIT CARD PAYMENT INFORMATION			
MASTERCARD _____ VISA _____ AMEX _____ DISCOVER _____			
ACCOUNT NUMBER _____		EXPIRATION DATE _____	
I hereby authorize the FCC to charge my credit card for the service(s)/authorization herein described.			
SIGNATURE _____		DATE _____	

SEE PUBLIC BURDEN ON REVERSE

FCC FORM 159

FEBRUARY 2003 (REVISED)

FEDERAL COMMUNICATIONS COMMISSION REMITTANCE ADVICE (CONTINUATION SHEET) Page No. <u> </u> of <u> </u>		SPECIAL USE
		FCC USE ONLY
USE THIS SECTION ONLY FOR EACH ADDITIONAL APPLICANT SECTION BB - ADDITIONAL APPLICANT INFORMATION		
(13) APPLICANT NAME Telrite Corporation		
(14) STREET ADDRESS LINE NO. 1 1115 Church Street		
(15) STREET ADDRESS LINE NO. 2		
(16) CITY Covington	(17) STATE LA	(18) ZIP CODE 30014
(19) DAYTIME TELEPHONE NUMBER (include area code) (504) 832-1984		(20) COUNTRY CODE (if not in U.S.A.)
FCC REGISTRATION NUMBER (FRN) REQUIRED		
(21) APPLICANT (FRN) 0007960420		(22) FCC USE ONLY
COMPLETE SECTION C FOR EACH SERVICE, IF MORE BOXES ARE NEEDED, USE CONTINUATION SHEET		
(23A) CALL SIGN/OTHER ID	(24A) PAYMENT TYPE CODE	(25A) QUANTITY
(26A) FEE DUE FOR (PTC)	(27A) TOTAL FEE	FCC USE ONLY
(28A) FCC CODE 1		(29A) FCC CODE 2
(23B) CALL SIGN/OTHER ID	(24B) PAYMENT TYPE CODE	(25B) QUANTITY
(26B) FEE DUE FOR (PTC)	(27B) TOTAL FEE	FCC USE ONLY
(28B) FCC CODE 1		(29B) FCC CODE 2
(23C) CALL SIGN/OTHER ID	(24C) PAYMENT TYPE CODE	(25C) QUANTITY
(26C) FEE DUE FOR (PTC)	(27C) TOTAL FEE	FCC USE ONLY
(28C) FCC CODE 1		(29C) FCC CODE 2
(23D) CALL SIGN/OTHER ID	(24D) PAYMENT TYPE CODE	(25D) QUANTITY
(26D) FEE DUE FOR (PTC)	(27D) TOTAL FEE	FCC USE ONLY
(28D) FCC CODE 1		(29D) FCC CODE 2
(23E) CALL SIGN/OTHER ID	(24E) PAYMENT TYPE CODE	(25E) QUANTITY
(26E) FEE DUE FOR (PTC)	(27E) TOTAL FEE	FCC USE ONLY
(28E) FCC CODE 1		(29E) FCC CODE 2
(23F) CALL SIGN/OTHER ID	(24F) PAYMENT TYPE CODE	(25F) QUANTITY
(26F) FEE DUE FOR (PTC)	(27F) TOTAL FEE	FCC USE ONLY
(28F) FCC CODE 1		(29F) FCC CODE 2

RECEIVED & INSPECTED
SEP 30 2004
FCC - MAILROOM

File No.

Pursuant to section 214 of the Communications Act of 1934, as amended, and sections 63.01 through 63.04 of the Commission's Rules, OneStar Long Distance, Inc. ("OneStar"), by its attorneys, hereby seek consent to the transfer of control of OneStar to Telrite Corporation ("Telrite") (collectively, "Applicants"). OneStar and Telrite hold blanket section 214 authority to provide domestic telecommunications services.

Applicants request approval of a transfer of control , pursuant to an Asset Purchase Agreement (the "Agreement"). Under the Agreement, Telrite will acquire substantially all of the assets of OneStar, including but not limited to OneStar's customer accounts, pursuant to an order of the United States Bankruptcy Court, Southern District of Indiana, Evansville, Division, (the "court") Case No. 03-72697 (the "Acquisition").

The proposed transfer will benefit the public interest.

In accordance with 47 C.F.R. § 63.03, and as explained more fully below, the parties request streamlined processing of this Application.

- (1) The name, address and telephone number of the transferor and transferee.

Transferor:

OneStar Long Distance, Inc.
7100 Eagle Crest Blvd.
Evansville, IN 47715

Transferee:

Telrite Corporation
1115 Church Street
Covington, GA 30014

- (2) The state of incorporation of transferor and transferee.
 - OneStar is an Indiana corporation
 - Telrite is a Georgia corporation
- (3) Correspondence concerning this Application should be addressed to:

EllenAnn G. Sands
Nowalsky, Bronston & Gothard, APLLC
3500 N. Causeway Boulevard, Suite 1442
Metairie, Louisiana 70002
(504) 832-1984 (Telephone)
(504) 831-0892 (Facsimile)
esands@nbglaw.com

- (4) Telrite certifies to the following information:

The name, address, citizenship, and principal place of business of the owners of Telrite, holding a 10 percent or greater ownership interest, are:

Name: Darryl Davis
Address: 1115 Church Street
Covington, GA 30014
Citizenship: USA
100% owner

- (5) The Applicants certify that neither the Applicants nor any party to the Application is subject to a denial of Federal benefits that includes FCC benefits pursuant to section 5301 of the Anti-Drug Abuse Act of 1988, 21 U.S.C. 862.
- (6) Grant of the requested authority will approve consummation of a transaction whereby Telrite will acquire substantially all of OneStar's assets, as defined in the Agreement. Telrite will continue to provide service under the blanket Section 214 Authority for which it is presently authorized.
- (7) Both Telrite and OneStar are non-dominant carriers that resell domestic and international long distance service from various facilities based carriers. Telrite and OneStar are authorized by the FCC to offer domestic interstate and international services in forty-eight (48) states and the District of Columbia as non-dominant carriers.
- (8) This Application is appropriate for streamlined treatment based on Section 63.03 (2) The transaction would result in Telrite having a market share in the interstate, interexchange market of less than 10 percent and Telrite would provide competitive telephone exchange services exclusively in geographic areas served by a dominant local exchange carrier that is not a party to this transaction.
Section 63.03(2)(1) Neither Telrite or OneStar is dominant with respect to any service.
- (9) The parties have filed a separate application for consent to the transfer of control of OneStar's 214 International authorization with the International Bureau of the FCC.
- (10) Not applicable.
- (11) Not applicable.

- (12) Grant of the instant application will serve the public interest, convenience, and necessity. Critical to the Acquisition is the need to ensure the continuation of high quality, uninterrupted service to all customers. The Acquisition will also serve to create a heightened level of operating efficiency which generally will serve to enhance the overall capacity of Telrite to compete in the marketplace and to provide telecommunications services for a greater number of consumers at competitive rates.

V. SUMMARY AND CONCLUSION

In summary, Applicants request expedited review and disposition of the instant Application.

No new construction is involved, and grant of the instant application would not constitute a "major" environmental action pursuant to Section 1.1305 of the Commission's Rules.

Applicants Telrite and OneStar confirm that they have no affiliates that provide telecommunications service.

In view of the foregoing, the applicants respectfully request that the Commission consent to the acquisition by Telrite of control of OneStar and its domestic telecommunications operations.

Dated this 28th day of September, 2004.

Respectfully submitted,

By



EllenAnn G. Sands
Nowalsky, Bronston & Gothard
A Professional Limited Liability Company
3500 N. Causeway Boulevard
Suite 1442
Metairie, Louisiana 70002
Telephone: (504) 832-1984
Counsel for Applicants

STATE OF INDIANA

COUNTY OF VANDERBURGH

VERIFICATION


I, Martin J. Huebschman, am the CFO and General Counsel of OneStar Long Distance, Inc., Debtor in Possession, and am authorized to make this verification on its behalf. The statements made in the foregoing Application are true of my own knowledge, except as to those matters which are therein stated on information and belief, and as to those matters I believe them to be true.

By: 

Name: Martin J. Huebschman

Title: CFO and General Counsel

Sworn to and subscribed before me, Notary Public, in and for the State and County named above, this 7th day of September, 2004.


Notary Public J. D. Gross


My commission expires: 9/10/07

STATE OF LOUISIANA


COUNTY OF ORLEANS

VERIFICATION

I, Darryl Davis, am the President of Telrite Corporation, and am authorized to make this verification on its behalf. The statements made in the foregoing Application are true of my own knowledge, except as to those matters which are therein stated on information and belief, and as to those matters I believe them to be true.

By: 
Name: Darryl Davis
Title: President

Sworn to and subscribed before me, Notary Public, in and for the State and County named above, this 28th day of September, 2004.


Notary Public

My commission expires: